

UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK

TERRY KLEIN, derivatively on behalf
of LSB INDUSTRIES, INC.

Plaintiff,

v.

Case No. 07 CIV 8710

KENT C. MCCARTHY, JAYHAWK CAPITAL
MANAGEMENT, L.L.C., JAYHAWK
INSTITUTIONAL PARTNERS, L.P.,
JAYHAWK INVESTMENTS, L.P. AND LSB
INDUSTRIES, INC.

Defendants.

MOTION TO ADMIT COUNSEL PRO HAC VICE

PURSUANT TO RULE 1.3(c) of the Local Rules of the United States District Courts for
the Southern and Eastern Districts of New York, James R. Eiszner, a member in good standing
of the bar of this Court, hereby moves for an Order allowing the admission pro hac vice of

Applicant's Name: Sarah T. Lepak
Firm Name: Shook, Hardy & Bacon L.L.P.
Address: 2555 Grand Blvd.
City/State/Zip: Kansas City, Missouri 64108
Phone Number: 816-474-6550
Fax Number: 816-421-5547

Sarah T. Lepak is a member in good standing of the Bar of the States of Kansas and Missouri.

There are no pending disciplinary proceeding against Sarah T. Lepak in any State or Federal
court.

Dated: January 9, 2008

City, State: Kansas City, Missouri

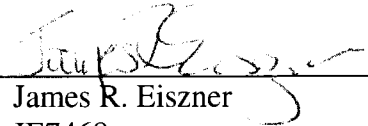
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U.S. DISTRICT COURT
SOUTHERN DISTRICT OF N.Y.
JAN 10 2008 PM 11:55

637886 #25 SC 98869
1-10-08 MB

Respectfully submitted,

Date: January 9, 2008

SHOOK, HARDY & BACON L.L.P.

By: 
James R. Eiszner
JE7468

2555 Grand Blvd.
Kansas City, Missouri 64108-2613
Telephone: 816.474.6550
Facsimile 816.421.5547
Attorney for Defendants


CERTIFICATE OF SERVICE

I hereby certify the foregoing Motion was electronically filed with the Court's CM/ECF system on this 9th day of January, 2008, and a copy of the same automatically was sent via e-mail notification to the following:

BRAGAR WEXLER & EAGEL PC
885 Third Avenue
New York, New York 10022

OSTRAGER CHONG FLAHERTY & BROITMAN PC
570 Lexington Avenue
New York, New York 10022

Attorneys for Plaintiff


Attorney for Defendants

UNITED STATES DISTRICT COURT
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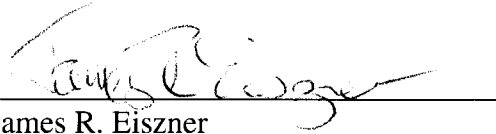
DECLARATION OF JAMES R. EISZNER IN SUPPORT OF
MOTION TO ADMIT COUNSEL PRO HAC VICE

James R. Eiszner, under penalty of perjury, hereby declares as follows:

1. I am a Partner at Shook, Hardy & Bacon, L.L.P., counsel for Defendants in the above captioned action. I am familiar with the proceedings in this case. I make this statement based on my personal knowledge of the facts set forth herein and in support of Defendants' motion to admit Sarah T. Lepak as counsel pro hac vice to represent Defendants in this matter.
2. I am a member in good standing of the bar of the State of New York, and was admitted to practice law on May 21, 1979. I am also admitted to the bar of the United States District Court for the Southern District of New York, and am in good standing with this Court.
3. I have known Sarah T. Lepak since 2007.
4. Ms. Lepak is an attorney associated with the law firm of Shook, Hardy & Bacon, L.L.P.
5. I have found Ms. Lepak to be a skilled attorney and a person of integrity. She is experienced in federal practice and is familiar with the Federal Rules of Procedure.
6. Accordingly, I am pleased to move the admission of Sarah T. Lepak, pro hac vice.
7. I respectfully submit a proposed order granting the admission of Sarah T. Lepak, pro hac vice, which is attached hereto as Exhibit A.

WHEREFORE it is respectfully requested that the motion to admit Sarah T. Lepak, pro hac vice, to represent Defendants in the above captioned matter, be granted.

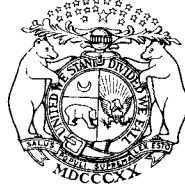
I declare under penalty of perjury that the foregoing is true and correct. Executed on January 9, 2008, at Kansas City, Missouri.

A handwritten signature in black ink, appearing to read "James R. Eiszner", is written over a horizontal line.

James R. Eiszner
JE7468

SHOOK, HARDY & BACON L.L.P.
2555 Grand Blvd.
Kansas City, Missouri 64108-2613
Telephone: 816.474.6550
Facsimile 816.421.5547
Attorney for Defendants

The Supreme Court of Missouri



*Certificate of Admission as an
Attorney at Law*

I, Thomas F. Simon, Clerk of the Supreme Court of Missouri, do hereby certify that the records of this office show that on April 19, 2006,

Sarah Therese Lepak

was duly admitted and licensed to practice as an Attorney and Counselor at Law in the Supreme Court of Missouri and all courts of record in this state, and is, on the date indicated below, a member in good standing of this Bar.

IN TESTIMONY WHEREOF, I hereunto set my hand and affix the seal of the Supreme Court of Missouri at my office in Jefferson City, Missouri, this 3rd day of January, 2008.

A handwritten signature in black ink, appearing to read "Thomas F. Simon", is written over a horizontal line.

Clerk of the Supreme Court of Missouri

The Supreme Court of Kansas



Certificate of Good Standing

I, **Carol G. Green**, Clerk of the Supreme Court of the State of Kansas, do hereby certify that the Supreme Court of Kansas is the highest court of law, and the court of last resort within the State of Kansas, and has exclusive jurisdiction over and control of the admission of applicants to the bar of this state.

I do further certify that on September 30, 2005,

SARAH THERESE LEPAK

was duly admitted to practice as an attorney and counselor of the Supreme Court and all other courts of the State of Kansas and is, on the date indicated below, a member in good standing of the Kansas Bar.

ACTIVE STATUS

Witness my hand and the seal of the Supreme Court, hereto affixed at my office in Topeka, Kansas, this 26TH day of December, 2007.

Carol G. Green
Clerk of the Supreme Court of Kansas

UNITED STATES DISTRICT COURT
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Defendants.

ORDER FOR ADMISSION PRO HAC VICE ON WRITTEN MOTION

Upon the motion of attorney for James R. Eiszner, attorney for Defendants Kent C. McCarthy, Jayhawk Capital Management, L.L.C., Jayhawk Institutional Partners, L.P., and Jayhawk Investments, L.P., and said sponsor attorney's affidavit in support;

IT IS HEREBY ORDERED that

Applicant's Name: Sarah T. Lepak

Firm Name: Shook, Hardy & Bacon, L.L.P.

Address: 2555 Grand Blvd.

City/State/Zip: Kansas City, Missouri 64108

Telephone/Fax: 816-474-6550/816-421-5547

Email Address: slepak@shb.com

is admitted to practice pro hac vice as counsel for Defendants Kent C. McCarthy, Jayhawk Capital Management, L.L.C., Jayhawk Institutional Partners, L.P., Jayhawk Investments, L.P. in the above captioned case in the United States District Court for the Southern District of New

York. All attorneys appearing before this Court are subject to the Local Rules of this Court, including the Rules governing discipline of attorneys. If this action is assigned to the Electronic Case Filing (ECF) system, counsel shall immediately apply for an ECF password at nysd.uscourts.gov. Counsel shall forward the pro hac vice fee to the Clerk of Court.

Dated: January ___, 2008

City, State: Kansas City, Missouri

United States District/Magistrate Judge